

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff,

Vs.

BERNARD L. MADOFF INVESTMENT  
SECURITIES, LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation  
of Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

ROBERT S. BERNSTEIN,

Defendant.

Adv. Pro. No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

Adv. Pro. No. 10-04883 (BRL)

**DECLARATION OF MAX FOLKENFLIK IN SUPPORT OF  
DEFENDANTS' MOTION TO WITHDRAW THE REFERENCE**

I, **Max Folkenflik**, hereby declare:

1. I am a member of the firm of Folkenflik & McGerity, attorneys for the above named Defendant in this Adversary Proceeding, and I make this Declaration in Support of Defendant's Motion to Withdraw the Reference.

2. Annexed hereto as **Exhibit A** is a copy of the original Complaint filed by Plaintiff in this action on November 12, 2010 ("Complaint").

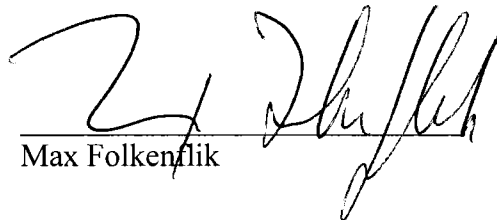
3. By Stipulation, Defendant was granted an extension of time to answer the Complaint. Annexed hereto as **Exhibit B** is a copy of Defendant's Answer to the Complaint, filed on January 6, 2012.

4. Annexed hereto as **Exhibit C** is a copy of the Amended Complaint filed by Plaintiff on January 24, 2012 ("Amended Complaint").

5. By Stipulation, Defendant was granted an extension of time to answer the Amended Complaint. Annexed hereto as **Exhibit D** is a copy of Defendant's Answer to the Amended Complaint, filed on February 24, 2012.

I hereby declare under penalty of perjury that the foregoing is true and correct.

Executed on April 2, 2012.

  
Max Folkenflik